

CERTIFICATE OF TRUST

The undersigned, after first being duly sworn, states as follows:

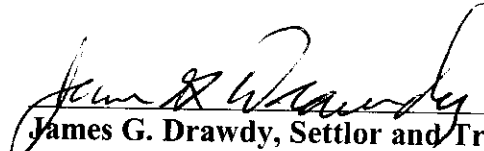
1. The name of the Trust is:

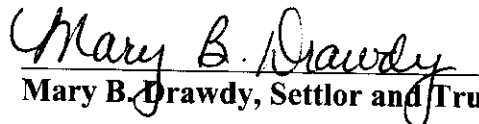
James and Mary Drawdy Joint Revocable Living Trust, dated February 12, 2007.
2. The street and mailing address of the Trust's office is:

4195 Fogg Road
Nesbit, MS 38651
3. The names and mailing address of the Trustees are:

James G. Drawdy and Mary B. Drawdy, Trustees
4195 Fogg Road
Nesbit, MS 38651
4. Upon the incapacity or death of either Trustee who is a Settlor, the other Trustee is authorized to serve as sole Trustee, or may appoint a co-trustee. Upon the deaths or incapacity of both Settlor Trustees, the Successor Trustee appointed in the Trust Agreement is Jamie Louise McManus.
5. The names of the Settlers are James G. Drawdy and wife, Mary B. Drawdy.
6. Pursuant to Article 4 of the Trust, Grantors have the right to amend or revoke the Trust during their lifetime.
7. A legal description of all interests in real property owned by the Trust at the time of this Certificate is attached hereto as **Exhibit A**.
8. There is no termination date for the Trust.
9. The Trustees generally have all the rights and discretions over the assets in the Trust which could be exercised by persons owning similar assets in their own right, including the rights and powers authorized to Trustees under Mississippi Code Annotated Section 91-9-107 and as further described in the Trust.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Trust this 28th day of March, 2007.


James G. Drawdy, Settlor and Trustee


Mary B. Drawdy, Settlor and Trustee

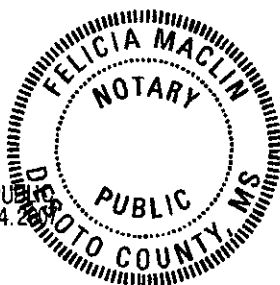
STATE OF MISSISSIPPI
COUNTY OF DESOTO

Be it remembered that on this 28th day of March, 2007, before me, a Notary Public in and for the county and state aforesaid, came **James G. Drawdy**, to me personally well known, who stated that he is a Grantor and one of the two Trustees of the James and Mary Drawdy Joint Revocable Living Trust dated February 12, 2007, and further stated and acknowledged that he had so signed, executed and delivered said CERTIFICATE OF TRUST for the consideration, uses, and purposes therein mentioned and set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal this 28th day of March, 2007.

My Commission Expires:

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES APRIL 14, 2009



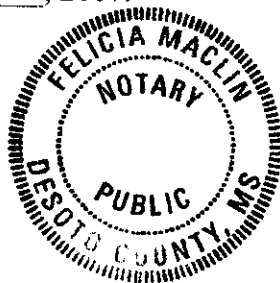
Felicia D MacLin
Notary Public

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Be it remembered that on this 28th day of March, 2007, before me, a Notary Public in and for the county and state aforesaid, came **Mary B. Drawdy**, to me personally well known, who stated that she is a Grantor and one of the two Trustees of the James and Mary Drawdy Joint Revocable Living Trust dated February 12, 2007, and is duly authorized in her capacity to execute the foregoing CERTIFICATE OF TRUST for and in the name and behalf of said Trust, and further stated and acknowledged that she had so signed, executed and delivered said CERTIFICATE OF TRUST for the consideration, uses, and purposes therein mentioned and set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal this 28th day of March, 2007.

My Commission Expires:
MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES APRIL 14, 2007



Felicia D MacLin
Notary Public

This Instrument Prepared by
and returned to:
William King Self, Jr. (#9756)
6000 Poplar Avenue, Suite 400
Memphis, TN 38119
901-756-5600
901-260-5141

PARCEL 1

EXHIBIT "A"

26.55 acres in the Southeast quarter of Section 7, Township 2 South, Range 8 West, described as beginning at a point in the South line of said Section 7 said point being 1,238.75 feet West of the Southeast corner of Section 7 and the Point of Beginning of this description; thence North 5 degrees 10 minutes 23 seconds West 1,673.33 feet to an iron pin in an existing fence and hedgerow; thence along said fence line South 86 degrees 59 minutes 12 seconds East 177.99 feet to an iron pin; thence South 68 degrees 20 minutes 41 seconds East 360.89 feet to an iron pin; thence South 5 degrees 33 minutes 05 seconds East 112.84 to an iron pin; thence South 85 degrees 55 minutes 41 seconds East 132.39 feet along a fence to a point on the South bank of a creek; thence along the South bank of said creek with the following calls: North 49 degrees 29 minutes 53 seconds East 124.93 feet; North 40 degrees 29 minutes 58 seconds East 73.21 feet; North 53 degrees 37 minutes 21 seconds East 130.89 feet; North 80 degrees 03 minutes 13 seconds East 26.141 feet; North 36 degrees 02 minutes 46 seconds East 62.35 feet; North 62 degrees 23 minutes 21 seconds East 38.05 feet; North 70 degrees 32 minutes 29 seconds East 73.5 feet; North 71 degrees 35 minutes 04 seconds East 72.62 feet; North 47 degrees 08 minutes 24 seconds East 113.76 feet passing through the edge of the Southwest corner of a concrete headwall to a point in the center of Fogg Road; thence South 6 degrees 12 minutes 25 seconds East 669.62 feet to the Northeast corner of the Henry Hardin tract; thence South 82 degrees 30 minutes 11 seconds West 737.82 feet along the Hardin and J. R. Austin North line to an existing iron pin, said pin being the Northwest corner of the J. R. Austin tract; thence along the West line of the Austin tract South 5 degrees 33 minutes 05 seconds East 1,029.52 feet to a point; thence South 85 degrees 35 minutes 17 seconds West 508.11 feet to the Point of Beginning containing 26.55 acres, more or less, less and except the right of way for Fogg Road and Austin Road.

The Grantors convey to the Grantees all oil, gas and mineral rights in and under the above described 26.55 acres.

LESS AND EXCEPT:

BEGINNING AT A POINT THAT IS 880.57 FEET WEST AND 40.00 FEET NORTH OF THE SOUTHEAST CORNER OF SECTION 7, TOWNSHIP 2 SOUTH, RANGE 8 WEST, SAID POINT BEING ON THE NORTH RIGHT OF WAY OF AUSTIN ROAD AND BEING MARKED WITH AN IRON PIN; THENCE S 85 DEGREES 35 MINUTES 17 SECONDS WEST ALONG SAID RIGHT OF WAY A DISTANCE OF 149.70 FEET TO A POINT MARKED WITH AN IRON PIN; THENCE N 05 DEGREES 10 MINUTES 23 SECONDS W A DISTANCE OF 586.13 FEET TO A POINT MARKED WITH AN IRON PIN; THENCE S 85 DEGREES 35 MINUTES 17 SECONDS W A DISTANCE OF 208.71 FEET TO A POINT MARKED WITH AN IRON PIN; THENCE N 05 DEGREES 10 MINUTES 23 SECONDS W A DISTANCE OF 1047.20 TO A POINT MARKED WITH AN IRON PIN; THENCE S 86 DEGREES 59 MINUTES 12 SECONDS E A DISTANCE OF 177.99 FEET TO A POINT MARKED WITH AN IRON PIN; THENCE S 68 DEGREES 20 MINUTES 41 SECONDS E A DISTANCE OF 360.89 FEET TO A POINT MARKED WITH AN IRON PIN; THENCE S 05 DEGREES 33 MINUTES 05 SECONDS E A DISTANCE OF 865.69 FEET TO A POINT MARKED WITH AN IRON PIN; THENCE S 85 DEGREES 35 MINUTES 17 SECONDS W A DISTANCE 147.76 FEET TO A POINT MARKED WITH AN IRON PIN; THENCE S 05 DEGREES 21 MINUTES 42 SECONDS E A DISTANCE OF 586.16 FEET TO THE POINT OF BEGINNING, CONTAINING 13.23 ACRES MORE OR LESS.

INDEXING INSTRUCTIONS: THE SOUTHEAST QUARTER OF SECTION 7, TOWNSHIP 2 SOUTH, RANGE 8 WEST.

LESS AND EXCEPT:

Three (3) acres in the Southeast quarter of Section 7, Township 2 South, Range 8 West, described as beginning at a point in the South line of said Section 7 said point being 1,238.75 feet West of the Southeast corner of Section 7, Township 2 South, Range 8 West; thence North 5 degrees 10 minutes 23 seconds West a distance of 626.13 feet to an iron pin; thence North 85 degrees 35 minutes 17 seconds East a distance of 208.71 feet to an iron pin; thence South 5 degrees 10 minutes 23 seconds East a distance of 626.13 feet to a point; thence South 85 degrees 35 minutes 17 seconds West a distance of 208.71 feet to the Point of Beginning and containing 3.0 acres, more or less, as shown by the survey of Dewey L. Jones, dated March 13, 1987.

LESS AND EXCEPT:

Beginning at the Southeast corner of Section 7, Township 2 South, Range 8 West, Thence S85 degrees 35 minutes 17 seconds W along South line of said Section a distance of 880.87 feet to a point in the centerline of Austin Road; Thence N04 degrees 24 minutes 43 seconds W a distance of 40 feet to the point of beginning, also marked with an iron pin; Thence N05 degrees 21 minutes 42 seconds W a distance of 586.16 feet to a point marked with an iron pin; Thence N85 degrees 35 minutes 17 seconds E a distance of 147.76 feet to a point marked with an iron pin; Thence S05 degrees 33 minutes 05 seconds E a distance of 586.19 to a point in the north Right-Of-Way of Austin Road, also marked with an iron pin; Thence S85 degrees 35 minutes 17 seconds W along said Right-Of-Way a distance of 149.70 feet to the point of beginning, containing 2.0 acres more or less, also being subject to Rights-Of-Ways of public roads and utilities, local planning and health department regulations and easements of record. Property lies within the Southeast Quarter of Section 7, Township 2 South, Range 8 West.

PARCEL 2

Lots 1, 2, 3, 4, 5 and 6, Phase I, Misty Oaks Subdivision, located in Sections 8 and 17, Township 2 South, Range 8 West, DeSoto County, Mississippi, as recorded in Plat Book 80, Pages 14-16 in the office of the Chancery Clerk of DeSoto County, Mississippi.